

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEBRASKA**

In re:

SPECIALTY RETAIL SHOPS HOLDING CORP., et al.,¹

Debtors.

)
) Chapter 11
)
) Case No. 19-80064-TLS
)
) (Jointly Administered)
)

**APPLICATION AND REQUEST FOR PAYMENT OF
ADMINISTRATIVE EXPENSE CLAIMS ON BEHALF OF 3M COMPANY
AND NOTICE OF OBJECTION/RESISTANCE DEADLINE**

3M Company (“3M”), by and through its undersigned counsel, pursuant to this Court’s *Order (I) Setting a Bar Date for Filing Proofs of Claim, Including Claims Arising Under Section 503(b)(9) of the Bankruptcy Code, (II) Setting a Bar Date for the Filing of Proofs of Claim by Governmental Units, (III) Setting a Bar Date for the Filing of Requests for Allowance of Administrative Expense Claims, (IV) Setting an Amended Schedules Bar Date, (V) Setting a Rejection Damages Bar Date, (VI) Setting a Premise Liability Claims Bar Date, (VII) Approving the Form of and Manner for Filing Proofs of Claim, (VIII) Approving Notice of the Bar Dates, and (IV) Granting Related Relief* [Doc. No. 421] (“Bar Date Order”) entered on February 14, 2019, hereby submits this request for payment of its administrative expense claims (this “Request”), as follows:²

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Specialty Retail Shops Holding Corp. (0029); Pamida Stores Operating Co., LLC (6157); Pamida Transportation, LLC (4219); Penn-Daniels, LLC (0040); Place’s Associates’ Expansion, LLC (7526); Retained R/E SPE, LLC (6679); Shopko Finance, LLC (1152); Shopko Gift Card Co., LLC (2161); ShopKo Holding Company, LLC (0171); ShopKo Institutional Care Services Co., LLC (7112); ShopKo Optical Manufacturing, LLC (6346); ShopKo Properties, LLC (0865); ShopKo Stores Operating Co., LLC (6109); SVS Trucking, LLC (0592). The location of the Debtors’ service address is: 700 Pilgrim Way, Green Bay, Wisconsin 54304.

² 3M holds an administrative expense claim that arose between January 16, 2019 (the “Petition Date”) and April 1, 2019 in the amount of \$76,296.59 (the “Postpetition Administrative Expense Claim”). In addition, 3M holds an administrative expense claim in the amount of \$116,142.58 that is entitled to priority under section 503(b)(9) of the

1. Name of Creditor: 3M Company
2. Amount of Claim(s): \$192,439.17, including:
 - a. Postpetition Administrative Expense Claim in the amount of \$76,296.59; and
 - b. Section 503(b)(9) Claim in the amount of \$116,142.58.
3. Basis for Claim(s):
 - a. Postpetition Administrative Expense Claim: amount due 3M for goods provided to Debtors on a post-petition basis; and
 - b. Section 503(b)(9) Claim: amount due 3M for good received by the Debtors within 20 days before the Petition Date.
4. Backup to Claim:
 - a. Postpetition Administrative Expense Claim: attached hereto as **Exhibit A** is a summary of invoices reflecting goods provided to Debtors on a post-petition basis; and attached hereto as **Exhibit B** are true and correct copies of the related invoices; and
 - b. Section 503(b)(9) Claim: supporting documentation was provided with the 3M POC and is available from the undersigned upon request.
5. Reservation of Rights: 3M reserves the right to seek allowance of post-petition charges, interest, costs and attorneys' fees, as applicable.
6. Right to Amend: 3M specifically reserves its right to amend or supplement this Request for any purpose.
7. 9013-1 Notice: Please take notice that pursuant to Local Rule 9013-1(E), any objection or resistance to this Application and Request for Payment of Administrative Expense Claim must be filed on or before **April 22, 2019** ("Resistance Date"). If no objection or resistance is timely filed on or before the

Bankruptcy Code for the value of the goods delivered to and received by the Debtors in the twenty (20) days prior to the Petition Date (the "Section 503(b)(9) Claim"). Pursuant to the requirements of paragraph 4 of the Bar Date Order, 3M previously asserted its Section 503(b)(9) Claim in 3M's filed proofs of claim designated as Claim Numbers 1961 and 2132 (collectively, the "3M POC"). Notwithstanding the Bar Date Order's clear and unambiguous language that administrative claims arising section 503(b)(9) may be asserted via proof of claim, rather than via a request for administrative expense, Article II.A. of the Debtors' proposed plan (Docket No. 570, the "Plan") appears to imply that all administrative claims (including those arising under section 503(b)(9)) must be asserted by a request for payment of administrative expense filed and served on the debtors before the Administrative Claims Bar Date (as defined in the Plan) and pursuant to procedures specified in a yet-to-be-issued confirmation order. Out of an abundance of caution, 3M hereby reasserts and requests payment of its Section 503(b)(9) Claim herein.

Resistance Date, then pursuant to Local Rule 9013-1(D) the Court may enter an order in favor of the moving party.

Dated: April 1, 2019

Respectfully submitted,

3M COMPANY

By: /s/ Alison Elko Franklin

Alison Elko Franklin

(admitted *pro hac vice*)

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CERTIFICATE OF SERVICE

The undersigned certifies that on the 1st day of April 2019, I electronically filed the above-referenced pleading in the above-captioned case with Clerk of the United States Bankruptcy Court using the CM ECF System which sent electronic notification of such filing to those parties receiving electronic notice therein.

By: /s/ Alison Elko Franklin

Alison Elko Franklin